

TheBANKSM of Edwardsville

Member FDIC

RECEIVED
SURFACE TRANSPORTATION BOARD
800 Montclair Avenue • Edwardsville, IL 62025
618/656-0057 • Fax 618/656-1989

JAN 5 2 50 PM '98

December 8, 1997

Surface Transportation Board
Reconciliation Unit
ATTN: Janice Fort
1925 K Street, Suite 1700
Washington, D.C. 20423

RECORDATION NO. 21136 FILED
JAN 5 '98 2-50 PM
RECORDATION NO. 21136-A, B FILED
JAN 5 '98 2-50 PM

RECEIVED
SURFACE TRANSPORTATION
BOARD

Dear Ms. Fort:

Please find enclosed our Cashier's Check no. 4813297423 in the amount of \$72.00 which represents the fee to record the enclosed documents in the name of Southern Illinois Railcar Company, L.L.C. Please record the enclosed documents (Assignment of Lease, Financing Statement and Notice of Security Interest and Memorandum of Assignment of Lease between Southern Illinois Railcar Company, L.L.C., with an address of 505 Buckeye Drive, Troy, IL 62294 and The Nugent Sand Company, Inc., with an address of Box 1209, Muskegon, MI 49443) and return to my attention by using the enclosed postage-paid envelope. If you have any questions, please contact me at (618) 659-6288. Thank you for your help on this matter.

Sincerely,

Michele Laws

Michele Laws,
Loan Secretary to
Daniel L. Abegg,
Assistant Vice President

DLA/ml

Enclosures

RECORDATION NO.

21136-A

FILED

JAN 5 '98

2-50PM

**FINANCING STATEMENT
AND
NOTICE OF SECURITY INTEREST**

Southern Illinois Railcar Company, L.L.C.)
505 Buckeye Drive)
Troy, Illinois 62294) Debtor

TO

The Bank of Edwardsville,)
An Illinois Banking Corporation)
330 West Vandalia)
Edwardsville, Illinois 62025) Secured Party

Be It Known Hereby That, to secure an obligation entered into on October

31, 1997, the above-named Debtor pledged to the Secured Party certain collateral as follows:

- A. Seventy-seven (77) 2,900-4,000 Cube 100 Ton covered hopper rail cars all as more particularly described upon attachment hereto. (See Schedule A)
- B. An Assignment of that Lease wherein Debtor is named as the Lessor and The Nugent Sand Company, Inc., a Michigan corporation, is named as the Lessee, said Lease being dated February 2, 1995, and all renewals thereof, a Memorandum of same being attached hereto;

and, in addition thereto, all accessions, additions, replacements, and substitutions relating to any

and all of the foregoing; all records, instruments, documents, and evidences relating thereto; and all proceeds and revenues related to or generated by the foregoing, including proceeds of insurance, general intangibles, and accounts.

Debtor

SOUTHERN ILLINOIS RAILCAR
COMPANY, L.L.C.

By: 

FRED L. PARSONS

Its Manager

By: 

EUGENIA M. PARSONS

Its Manager

By: 

GARY J. GOODMAN

Its Manager

Secured Party

THE BANK OF EDWARDSVILLE,
An Illinois Banking Corporation

By: 

DANIEL L. ABEGG

Its Assistant Vice President

STATE OF ILLINOIS)
)
COUNTY OF MADISON)

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO
HEREBY CERTIFY that FRED L. PARSONS, EUGENIA M. PARSONS and GARY J.
GOODMAN, representing themselves to be the duly-elected and acting Managers of
SOUTHERN ILLINOIS RAILCAR COMPANY, L.L.C., and personally known to me to be the
same persons whose names appear on the foregoing instrument, appeared before me this date in
person and acknowledged that they signed, sealed, and delivered the said instrument as their free
and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 30th day of
October, 1997.

Janice A. Tweedy

Notary Public



SCHEDULE A

Description of Railcars

Seventy-seven (77) covered hopper railcars, having capacities ranging from 2,900 - 4,000 cubic feet, bearing reporting marks as follows:

SIRX000048	SIRX000204	SIRX400218
SIRX000061	SIRX000206	SIRX400219
SIRX000073	SIRX000208	SIRX400220
SIRX000097	SIRX000211	SIRX400221
SIRX000098	SIRX000212	SIRX400222
SIRX000099	SIRX000213	
SIRX000102	SIRX000214	
SIRX000103	SIRX000215	
SIRX000106	SIRX000217	
SIRX000107	SIRX000218	
SIRX000108	SIRX000222	
SIRX000110	SIRX000224	
SIRX000111	SIRX000226	
SIRX000112	SIRX000227	
SIRX000115	SIRX000228	
SIRX000119	SIRX000229	
SIRX000135	SIRX000231	
SIRX000136	SIRX000233	
SIRX000143	SIRX000234	
SIRX000146	SIRX000237	
SIRX000171	SIRX000240	
SIRX000172	SIRX001031	
SIRX000176	SIRX001041	
SIRX000178	SIRX001051	
SIRX000179	SIRX001091	
SIRX000180	SIRX001101	
SIRX000181	SIRX001102	
SIRX000182	SIRX400122	
SIRX000184	SIRX400135	
SIRX000186	SIRX400150	
SIRX000187	SIRX400161	
SIRX000188	SIRX400164	
SIRX000191	SIRX400165	
SIRX000192	SIRX400170	
SIRX000194	SIRX400216	
SIRX000202	SIRX400217	